

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

TELENOR EAST INVEST AS,

Plaintiff,

v.

FARIMEX PRODUCTS, INC., ECO TELECOM
LIMITED and ALTIMO HOLDINGS &
INVESTMENTS LIMITED,

Defendants.

08 Civ. 5623 (PKC)

ECF CASE

**DECLARATION OF OXANA BALAYAN IN SUPPORT OF ECO TELECOM
LIMITED'S AND ALTIMO HOLDINGS & INVESTMENTS LIMITED'S MOTION TO
DISMISS THE COMPLAINT**

I, OXANA BALAYAN, declare as follows:

1. I am the Managing Partner and Head of the Corporate Practice at the Moscow office of the law firm Lovells CIS and am qualified to practice law in the Russian Federation.
2. I have seen a copy of the complaint in the above-titled lawsuit filed by Telenor East Invest AS ("Telenor") in the Southern District of New York alleging that Eco Telecom Limited ("Eco Telecom") and Altimo Holdings & Investments Limited ("Altimo") control Farimex Products, Inc. ("Farimex") and have caused Farimex to bring litigation in the Arbitration Court of the Khanty-Mansisk Autonomous Okrug in Russia (the "Farimex Litigation") against Telenor in violation of certain arbitration provisions of a shareholders agreement and guarantee between Telenor, on the one hand, and Eco Telecom and Altimo on the other. My firm represents Eco Telecom in the arbitration proceedings brought in Geneva under the shareholders agreement (although I myself do not have conduct of that matter).

3. I have seen a copy of Farimex's Statement of Claim in the Farimex Litigation. Based upon statements made in that Statement of Claim, I understand that Farimex is a shareholder of OAO Vimpel-Communications ("OAO VimpelCom").

4. I submit this Declaration in support of Altimio's and Eco Telecom's Motion to Dismiss the Complaint. I limit the statements herein to issues relating to Russian corporate law and legal practice.

5. Telenor has alleged that information in and documents attached to Farimex's Statement of Claim ("the Attachments") were "available only to members of VimpelCom's Board and senior VimpelCom management and, in certain instances, only available to Altimio and its affiliates" (Complaint ("Cpl.") ¶ 55).

6. I have been asked to comment on the truthfulness of this allegation with respect to those Attachments which raise questions of Russian law and practice. These are: Attachment 6 (Copy of the Charter of OAO VimpelCom), Attachment 7 (Copies of minutes of meetings of the Board of Directors of OAO VimpelCom from October 2004 through May 2006), Attachment 17 (extract from the unified state register of legal entities regarding OAO CT-Mobile), Attachment 18 (Letter No. 118 of the Supreme Commercial Court of the Russian Federation, dated May 29, 2007), Attachment 20 (Russian precedents with respect to Article 126.3 of the Commercial Procedural Code), Attachment 22 (Judicial decisions relating to Telenor claims) and Attachment 27 (Precedents with respect to Article 253 of the Commercial Procedural Code).

7. Attachment 6 is a copy of the Charter of OAO VimpelCom, both in the original Russian version and in an English translation. The Charter is publicly accessible in Russian on the web site www.beeline.ru and in English at

<http://www.vimpelcom.ru/about/governance.wbp>. I note that the copies at Attachment 6 are exactly the same, including the signature on the Russian version, as those which appear on these websites.

8. In any event, pursuant to the Russian Federal Law On Joint-Stock Companies, Articles 89 and 91, a company is obliged to provide shareholders access to its Articles of Association and must present copies of such documents to shareholders upon request. True and correct copies of Article 89 and 91 of the Russian Federal Law On Joint-Stock Companies and an English translation thereof are attached hereto as Exhibit A. Attachment 6 could therefore have been obtained by Farimex as a shareholder of OAO VimpelCom by making the appropriate application to the General Director of OAO VimpelCom.

9. Attachment 7 comprises copies of the minutes of meetings of the Board of Directors of OAO VimpelCom for the period October 2004 through May 2006. According to the Russian Federal Law On Joint-Stock Companies, Articles 89 and 91, a company is obliged to provide access to the minutes of the board of directors to shareholders and must present copies of such documents to shareholders upon request. Again, therefore, these minutes could have been obtained by Farimex as a shareholder of OAO VimpelCom by making the appropriate request to the General Director of the OAO VimpelCom.

10. Attachment 17 is an extract from the unified state register of legal entities regarding OAO CT-Mobile. This is publicly available data. According to Russian Federal Law On State Registration of Entities and Individual Entrepreneurs, Article 6, information contained in the Unified State Register of Legal Entities is available to the public. A true and correct copy of Article 6 of Russian Federal Law On State Registration of Entities and Individual Entrepreneurs is attached hereto as Exhibit B.

11. Attachment 18 is Letter No. 118 of the Supreme Commercial Court of the Russian Federation, dated May 29, 2007. This document is publicly available in Russian on (among other web sites) the web site of Supreme Commercial Court of the Russian Federation at http://www.arbitr.ru/pract/vas_info_letter/3055.html.

12. Attachment 20 comprises Russian judicial precedents which relate to Article 126.3 of the Commercial Procedural Code. These precedents are publicly available from Consultant Plus, a subscriber-only database used by all legal practitioners in Russia (analogous to WestLaw and LexisNexis). In some of the copy precedents in Attachment 20 a small note appears between parallel lines in the text, which begins "Consultant Plus: note" (for example, on page 4 of the Decree of the Federal Commercial Court of the Western Siberian Circuit dated 17 February 2004). There is also a note at the bottom left hand corner of each page indicating that they were printed out on 4 April 2008.

13. Attachment 22 comprises judicial decisions relating to certain claims of Telenor. These attachments are also available from Consultant Plus. The judgments can be found on this database by doing simple searches using the names of the parties or words in context (e.g. URS or Telenor). Again, a note at the bottom left hand corner of each page indicates that they were printed out on 4 April 2008.

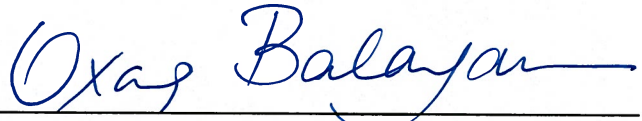
14. Attachment 27 includes precedents relating to Article 253 of the Commercial Procedural Code. Again these documents are publicly available from Consultant Plus. The copies included by Farimex were printed out on 5 April 2008, judging by the note at the bottom of the page.

15. I conclude from the above that, as a matter of Russian law and legal practice, none of Attachments 6,7, 17, 18, 20, 22 and 27 were available "only" to VimpelCom

Board members and senior VimpelCom management or to Altimo and its affiliates, as alleged by Telenor. On the contrary, all of them were available to Farimex either from public sources, or in Farimex's capacity as shareholder of VimpelCom.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Executed on August 21, 2008



Oxana Balayan

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NAME: Federal Law No. 208-FZ of December 26, 1995 on Joint-Stock Companies (with the Additions and Amendments of June 13, 1996, May 24, 1999, August 7, 2001, March 21, October 31, 2002, February 27, 2003, February 24, April 6, December 2, 29, 2004, December 27, 31, 2005, January 5, July 27, December 18, 2006, February 5, July 24, December 1, 2007)

TYPE: Federal Law; Law;

CLASS: BANKING ACTIVITIES/REGISTRATION OF BANKS, LICENCING OF BANKING ACTIVITIES. CIVIL LAW/JURIDICAL PERSONS, INDIVIDUAL ENTREPRENEURS/JOINT-STOCK COMPANIES/GENERAL QUESTIONS. GENERAL POINTS OF ECONOMIC AND ENTREPRENEURIAL ACTIVITY/GENERAL POINTS OF ECONOMIC ACTIVITY. SECURITIES, SECURITY MARKET/GENERAL QUESTIONS. CIVIL LAW/JURIDICAL PERSONS, INDIVIDUAL ENTREPRENEURS/INSOLVENCY (BANKRUPTCY). GENERAL POINTS OF ECONOMIC AND ENTREPRENEURIAL ACTIVITY/INSOLVENCY (BANKRUPTCY). FUNDAMENTALS OF THE STATE LEGAL SYSTEM/STATE LANGUAGE, LANGUAGES OF THE PEOPLES OF RUSSIA. CIVIL LAW/JURIDICAL PERSONS, INDIVIDUAL ENTREPRENEURS/REPRESENTATIONS AND BRANCHES. CIVIL LAW/JURIDICAL PERSONS, INDIVIDUAL ENTREPRENEURS/INSOLVENCY (BANKRUPTCY). GENERAL POINTS OF ECONOMIC AND ENTREPRENEURIAL ACTIVITY/INSOLVENCY (BANKRUPTCY). GENERAL POINTS OF ECONOMIC AND ENTREPRENEURIAL ACTIVITY/ANTI-MONOPOLISTIC LEGISLATION. GENERAL POINTS OF ECONOMIC AND ENTREPRENEURIAL ACTIVITY/GENERAL POINTS OF ECONOMIC ACTIVITY. CIVIL LAW/JURIDICAL PERSONS, INDIVIDUAL ENTREPRENEURS/JOINT-STOCK COMPANIES/FOUNDING DOCUMENTS OF A JOINT-STOCK COMPANY. CIVIL LAW/JURIDICAL PERSONS, INDIVIDUAL ENTREPRENEURS/JOINT-STOCK COMPANIES/REORGANIZATION AND LIQUIDATION OF A JOINT-STOCK COMPANY. CIVIL LAW/JURIDICAL PERSONS, INDIVIDUAL ENTREPRENEURS/REGISTRATION OF LEGAL ENTITIES AND INDIVIDUAL ENTREPRENEURS. GENERAL POINTS OF ECONOMIC AND ENTREPRENEURIAL ACTIVITY/REGISTRATION OF LEGAL ENTITIES AND INDIVIDUAL ENTREPRENEURS. GENERAL POINTS OF ECONOMIC AND ENTREPRENEURIAL ACTIVITY/GENERAL POINTS OF ECONOMIC ACTIVITY. CIVIL LAW/JURIDICAL PERSONS, INDIVIDUAL ENTREPRENEURS/REPRESENTATIONS AND BRANCHES. CIVIL LAW/JURIDICAL PERSONS, INDIVIDUAL ENTREPRENEURS/REGISTRATION OF LEGAL ENTITIES AND INDIVIDUAL ENTREPRENEURS. GENERAL POINTS OF ECONOMIC AND ENTREPRENEURIAL ACTIVITY/REGISTRATION OF LEGAL ENTITIES AND INDIVIDUAL ENTREPRENEURS. CIVIL LAW/JURIDICAL PERSONS, INDIVIDUAL ENTREPRENEURS/CREATION, REORGANIZATION AND LIQUID. OF JURIDICAL PERSONS AND ENTREPRENEURS. CIVIL LAW/JURIDICAL PERSONS, INDIVIDUAL ENTREPRENEURS/JOINT-STOCK COMPANIES/CORPORATION STOCK, DEBENTURES, AND OTHER SECURITIES ISSUED BY JSC. CIVIL LAW/JURIDICAL PERSONS, INDIVIDUAL ENTREPRENEURS/JOINT-STOCK COMPANIES/FORMATION, CHANGES OF CHARTER CAPITAL OF A JOINT-STOCK COMPANY. SECURITIES, SECURITY MARKET/STOCKS. SECURITIES, SECURITY MARKET/BONDS. CIVIL LAW/TRANSACTIONS AND OBLIGATIONS, REPRESENTATION, POWERS OF ATTORNEY/GUARANTEE OF THE DISCHARGE OF OBLIGATIONS/PLEDGE, MORTGAGE. ACCOUNTING/ESTIMATION, INVENTORY. REGULATION OF PARTICULAR TYPES OF ACTIVITY/EVALUATIVE ACTIVITIES. CIVIL LAW/JURIDICAL PERSONS, INDIVIDUAL ENTREPRENEURS/JOINT-STOCK COMPANIES/DIVIDENDS TO SHAREHOLDERS. CIVIL

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LAW/JURIDICAL PERSONS, INDIVIDUAL ENTREPRENEURS/JOINT-STOCK COMPANIES/MANAGEMENT IN A JOINT-STOCK COMPANY. Civil and arbitration procedure, execution proceedings/Limitation of action. CIVIL LAW/PROTECTION OF RIGHTS OF CONSUMERS, INVESTORS AND SHAREHOLDERS. CIVIL LAW/TERM CALCULATION, LIMITATION OF ACTIONS. CIVIL LAW/TRANSACTIONS AND OBLIGATIONS, REPRESENTATION, POWERS OF ATTORNEY/REPRESENTATION, POWER OF ATTORNEY. CIVIL LAW/JURIDICAL PERSONS, INDIVIDUAL ENTREPRENEURS/JOINT-STOCK COMPANIES/MANAGEMENT IN A JOINT-STOCK COMPANY. Civil and arbitration procedure, execution proceedings/Limitation of action. LABOUR, EMPLOYMENT, EMPLOYMENT ASSISTANCE/LABOUR CONTRACT/COMBINATION OF PROFESSIONS (POSITIONS), HOLDING MORE THAN ONE JOB. Labour, employment, employment assistance/Special regulation of labour of particular categories of workers/Company executives, deputies, chief accountants, members of the board. CIVIL AND ARBITRATION PROCEDURE, EXECUTION PROCEEDINGS/JURISDICTION OF DISPUTES. Civil and arbitration procedure, execution proceedings/Jurisdiction of disputes. CIVIL LAW/TRANSACTIONS AND OBLIGATIONS, REPRESENTATION, POWERS OF ATTORNEY/GENERAL REGULATIONS ON TRANSACTIONS AND OBLIGATIONS. CIVIL LAW/JURIDICAL PERSONS, INDIVIDUAL ENTREPRENEURS/JOINT-STOCK COMPANIES/LARGE TRANSACTIONS AND INTERESTED PARTY TRANSACTIONS. CIVIL LAW/TRANSACTIONS AND OBLIGATIONS, REPRESENTATION, POWERS OF ATTORNEY/INVALIDITY OF TRANSACTIONS. BANKING ACTIVITIES/GENERAL QUESTIONS OF BANKING ACTIVITIES. CIVIL LAW/TRANSACTIONS AND OBLIGATIONS, REPRESENTATION, POWERS OF ATTORNEY/GENERAL REGULATIONS ON TRANSACTIONS AND OBLIGATIONS. CIVIL LAW/JURIDICAL PERSONS, INDIVIDUAL ENTREPRENEURS/JOINT-STOCK COMPANIES/LARGE TRANSACTIONS AND INTERESTED PARTY TRANSACTIONS. CIVIL LAW/TRANSACTIONS AND OBLIGATIONS, REPRESENTATION, POWERS OF ATTORNEY/INVALIDITY OF TRANSACTIONS. CIVIL LAW/TRANSACTIONS AND OBLIGATIONS, REPRESENTATION, POWERS OF ATTORNEY/GUARANTEE OF THE DISCHARGE OF OBLIGATIONS/BANK GUARANTEE. CIVIL LAW/TRANSACTIONS AND OBLIGATIONS, REPRESENTATION, POWERS OF ATTORNEY/GUARANTEE OF THE DISCHARGE OF OBLIGATIONS/BANK GUARANTEE. CIVIL LAW/TRANSACTIONS AND OBLIGATIONS, REPRESENTATION, POWERS OF ATTORNEY/LIABILITY FOR VIOLATION OF OBLIGATIONS/LOSSES AND FORFEIT. CIVIL LAW/TRANSACTIONS AND OBLIGATIONS, REPRESENTATION, POWERS OF ATTORNEY/INVALIDITY OF TRANSACTIONS. CIVIL LAW/TRANSACTIONS AND OBLIGATIONS, REPRESENTATION, POWERS OF ATTORNEY/GUARANTEE OF THE DISCHARGE OF OBLIGATIONS/BANK GUARANTEE. GENERAL POINTS OF ECONOMIC AND ENTREPRENEURIAL ACTIVITY/GENERAL POINTS OF ECONOMIC ACTIVITY. ACCOUNTING/BOOKKEEPING REPORTS. ACCOUNTING/GENERAL QUESTIONS. REGULATION OF PARTICULAR TYPES OF ACTIVITY/INFORMATION, INFORMATIZATION, MASS MEDIA/INFORMATION AND INFORMATIZATION/DOCUMENTATION OF INFORMATION, OFFICE MANAGING. Regulation of particular types of activity/Information, informatization, mass media/Information and informatization/Documentation of information, office managing. REGULATION OF PARTICULAR TYPES OF ACTIVITY/INFORMATION, INFORMATIZATION, MASS MEDIA/INFORMATION AND INFORMATIZATION/PUBLIC INFORMATION. REGULATION OF PARTICULAR TYPES OF ACTIVITY/INFORMATION, INFORMATIZATION, MASS MEDIA/INFORMATION AND INFORMATIZATION/PUBLIC INFORMATION.

ISSUED BY: Bodies of Legislative Power of Russia and USSR/Federal Assembly/State Duma of the Federal Assembly

FIRST-ACTION: December 24, 1995

LAST-ACTION: June 13, 1996

FEDERAL LAW

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Article 88. Bookkeeping Records and Financial Reports of Company

1. A company shall be obliged to keep the bookkeeping report and to submit the financial report according to the procedure established by this Federal Law and other statutory acts of the Russian Federation.

2. Responsibility for the organization, state, and reliability of the bookkeeping records in the company and the timely submission of the annual report and other financial reports to the respective agencies, and also information concerning the activity of the company to be submitted to the shareholders, creditors, and mass media, shall be borne by the executive body of the company in accordance with this Federal Law, other statutory acts of the Russian Federation, and the charter of the company.

3. The reliability of the information contained in the annual report of the company, annual financial statements shall be confirmed by the in-house audit commission of the company.

Before publication by the company of the documents specified in such Clause in accordance with Article 92 of this Federal Law, the company shall be obliged to enlist for annual verification and approval of the annual financial reports an auditor not connected by property interests with the company or its shareholders.

BEGIN COMMENTARY:

See the Procedure (Garant 10035139) for Publication of Annual Accounting Reports by Open Joint-Stock Companies approved by Order (Garant 10035139) of the Ministry of Finance of the Russian Federation No. 101 of November 28, 1996, the Peculiarities (Garant 10100391) of the Publication of the Annual Accounting Reports by Insurance Organizations approved Order (Garant 10100391) of the Ministry of Finance of the Russian Federation No. 17 of February 21, 1997

END COMMENTARY

4. The annual report of the company shall be preliminarily endorsed by the board of directors (supervisory board) of the company and if the company has no board of directors (supervisory board), by the person performing the functions of a sole executive body of the company, at least 30 days prior to the date of the annual general meeting of shareholders.

BEGIN COMMENTARY:

Federal Law (Garant 12023866) No. 120-FZ of August 7, 2001 amended Article 89 of this Federal Law. The amendments shall come into force (Garant 12023866) as of January 1, 2002

See the text of the Article in the previous wording (Garant 898941)

END COMMENTARY

Article 89. The Holding of the Documents of a Company

1. A company shall keep the following documents:

the memorandum of association;

BEGIN COMMENTARY:

Federal Law (Garant 12026136) No. 31-FZ of March 21, 2002 amended paragraph 3 of Item 1 of Article 89 of this Law. The amendments shall come into force as of July 1, 2002

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END COMMENTARY

the charter of the company, amendments thereto registered in the established manner, the decision to form the company, the company's state registration document;

documents confirming the company's rights in respect of the assets recorded on its balance sheet;

in-house documents of the company;

the regulations on the branch or representative office of the company;

the annual reports;

accounting documents;

financial statements;

the minutes of general meetings of shareholders (the decisions of the shareholder being the owner of all the voting shares of the company), decisions of the board of directors (supervisory board) of the company, in-house audit commission of the company and the collective executive body (board, directorate) of the company;

ballot papers and also powers of attorney (copies thereof) for participation in a general meeting of shareholders;

reports of independent appraisers;

lists of affiliated persons of the company;

lists of person entitled to attend the general meeting of shareholders, entitled to receive dividends and other lists compiled by the company for the purposes of shareholders exercising their rights under the provisions of the present Federal Law;

reports of the in-house audit commission of the company, an auditor of the company, the state and municipal financial control bodies;

issue prospectuses, quarterly issuer's reports and other documents containing information to be published or disclosed in another way under the present Federal Law and other federal laws;

other documents required under the present Federal Law, the charter of the company, in-house documents of the company, decisions of general meetings of shareholders, the board of directors (supervisory board) of the company, the managerial bodies of the company and also documents stipulated by legal acts of the Russian Federation.

2. The company shall store the documents specified in Item 1 of the present article at the location of its executive body in compliance with the procedure (Garant 12032192) and for a term established by the federal executive body in charge of the securities market.

Article 90. Granting of Information by a Company

Information concerning the company shall be granted by it in accordance with the requirements of this Federal Law and other statutory acts of the Russian Federation.

BEGIN COMMENTARY:

Federal Law (Garant 12023866) No. 120-FZ of August 7, 2001 amended Article 91 of this Federal Law. The amendments shall come into force (Garant 12023866) as of January 1, 2002

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See the text of the Article in the previous wording (Garant 898941)

END COMMENTARY

Article 91. The Provision of Information by the Company to Shareholders

1. The company shall provide shareholders with access to the documents specified in Item 1 Article 89 of the present Federal Law. Access to accounting documents and the minutes of meetings of the collective executive body shall be granted to the shareholders (shareholder) having in their aggregate at least 25 per cent of the voting shares of the company.

If the special right of participation of the Russian Federation, a Russian region or a municipal entity in the management of a company ("golden share") is being exercised in respect of the company such company shall provide representatives of the Russian Federation, the Russian region or municipal entity with access to all its documents.

2. The documents specified in Item 1 of the present article shall be provided by the company on the premises of its executive body for reading within seven days after the filing of the relevant request. If asked to do so by persons having a right of access to the documents specified in Item 1 of the present article the company shall provide them with copies of the said documents. The amount charged by the company for the provision of such copies shall not exceed the cost thereof.

BEGIN COMMENTARY:

Federal Law (Garant 12023866) No. 120-FZ of August 7, 2001 amended Article 92 of this Federal Law. The amendments shall come into force (Garant 12023866) as of January 1, 2002

See the text of the Article in the previous wording (Garant 898941)

END COMMENTARY

Article 92. Compulsory Information Disclosure by a Company

1. An open company shall disclose the following:

its annual report, annual financial statements;

the issue prospectus of the company's shares in the cases stipulated by legal acts (Garant 12050711) of the Russian Federation;

an announcement of a forthcoming general meeting of shareholders, in compliance with the procedure set out in the present Federal Law;

other information determined by the federal executive body in charge of the securities market.

BEGIN COMMENTARY:

See Regulations (Garant 12030770) on the Disclosure of Information on the Affiliated Persons of Public Joint-Stock Companies, approved by Decision (Garant 12030770) of the Federal Securities Market Commission No. 03-19/ps of April 1, 2003

END COMMENTARY

ФЕДЕРАЛЬНЫЙ ЗАКОН от 26.12.1995 N 208-ФЗ
(ред. от 29.04.2008)
"ОБ АКЦИОНЕРНЫХ ОБЩЕСТВАХ"
(принят ГД ФС РФ 24.11.1995)
Статья 89. Хранение документов общества

(в ред. Федерального закона от 07.08.2001 N 120-ФЗ)

1. Общество обязано хранить следующие документы:

договор о создании общества;

устав общества, изменения и дополнения, внесенные в устав общества, зарегистрированные в установленном порядке, решение о создании общества, документ о государственной регистрации общества;

(в ред. Федерального закона от 21.03.2002 N 31-ФЗ)

документы, подтверждающие права общества на имущество, находящееся на его балансе;

внутренние документы общества;

положение о филиале или представительстве общества;

годовые отчеты;

документы бухгалтерского учета;

документы бухгалтерской отчетности;

протоколы общих собраний акционеров (решения акционера, являющегося владельцем всех голосующих акций общества), заседаний совета директоров (наблюдательного совета) общества, ревизионной комиссии (ревизора) общества и коллегиального исполнительного органа общества (правления, дирекции);

бюллетени для голосования, а также доверенности (копии доверенностей) на участие в общем собрании акционеров;

отчеты независимых оценщиков;

списки аффилированных лиц общества;

списки лиц, имеющих право на участие в общем собрании акционеров, имеющих право на получение дивидендов, а также иные списки, составляемые обществом для осуществления акционерами своих прав в соответствии с требованиями настоящего Федерального закона;

заключения ревизионной комиссии (ревизора) общества, аудитора общества, государственных и муниципальных органов финансового контроля;

проспекты эмиссии, ежеквартальные отчеты эмитента и иные документы, содержащие информацию, подлежащую опубликованию или раскрытию иным способом в соответствии с настоящим Федеральным законом и иными федеральными законами;

иные документы, предусмотренные настоящим Федеральным законом, уставом общества, внутренними документами общества, решениями общего собрания акционеров, совета директоров (наблюдательного совета) общества, органов управления общества, а также документы, предусмотренные правовыми актами Российской Федерации.

КонсультантПлюс: примечание.

О сроках хранения бюллетеней для голосования на общих собраниях акционеров акционерных обществ см. Письмо ФКЦБ РФ от 28.11.2000 N ИК-07/6364.

2. Общество хранит документы, предусмотренные пунктом 1 настоящей статьи, по месту нахождения его исполнительного органа в порядке и в течение сроков, которые установлены федеральным органом исполнительной власти по рынку ценных бумаг.

Статья 91. Предоставление обществом информации акционерам

(в ред. Федерального закона от 07.08.2001 N 120-ФЗ)

1. Общество обязано обеспечить акционерам доступ к документам, предусмотренным пунктом 1 статьи 89 настоящего Федерального закона. К документам бухгалтерского учета и протоколам заседаний коллегиального исполнительного органа имеют право доступа акционеры (акционер), имеющие в совокупности не менее 25 процентов голосующих акций общества.

В случае использования в отношении открытого общества специального права на участие Российской Федерации, субъекта Российской Федерации или муниципального образования в управлении указанным обществом ("золотая акция") такое общество обеспечивает представителям Российской Федерации, субъекта Российской Федерации или муниципального образования доступ ко всем своим документам.

КонсультантПлюс: примечание.

В соответствии с пунктом 1 статьи 67 Гражданского кодекса РФ участники общества вправе получать информацию о деятельности общества и знакомиться с его бухгалтерскими книгами и иной документацией в установленном учредительными документами порядке.

2. Документы, предусмотренные пунктом 1 настоящей статьи, должны быть предоставлены обществом в течение семи дней со дня предъявления соответствующего требования для ознакомления в помещении исполнительного органа общества. Общество обязано по требованию лиц, имеющих право доступа к документам, предусмотренным пунктом 1 настоящей статьи, предоставить им копии указанных документов. Плата, взимаемая обществом за предоставление данных копий, не может превышать затраты на их изготовление.

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NAME: Federal Law No. 129-FZ of August 8, 2001 on the State Registration of Legal Entities (with the Amendments and Additions of June 23, December 8, 23, 2003, November 2, 2004, July 2, 2005, February 5, July 19, December 1, 2007)

TYPE: Federal Law; Law;

CLASS: CIVIL LAW/LEGAL ENTITIES, INDIVIDUAL ENTREPRENEURS/REGISTRATION OF LEGAL ENTITIES AND INDIVIDUAL ENTREPRENEURS. CIVIL LAW/LEGAL ENTITIES, INDIVIDUAL ENTREPRENEURS/REGISTRATION OF LEGAL ENTITIES AND INDIVIDUAL ENTREPRENEURS. GENERAL POINTS OF ECONOMIC AND ENTREPRENEURIAL ACTIVITY/REGISTRATION OF LEGAL ENTITIES AND INDIVIDUAL ENTREPRENEURS. GENERAL POINTS OF ECONOMIC AND ENTREPRENEURIAL ACTIVITY/REGISTRATION OF LEGAL ENTITIES AND INDIVIDUAL ENTREPRENEURS. TAXES AND FEES/TYPES OF TAXES AND DUES/STATE DUTY. TAXES AND FEES/TYPES OF TAXES AND DUES/STATE DUTY. FUNDAMENTALS OF THE STATE LEGAL SYSTEM/STATE LANGUAGE, LANGUAGES OF THE PEOPLES OF RUSSIA. GENERAL POINTS OF ECONOMIC AND ENTREPRENEURIAL ACTIVITY/LICENCING OF PARTICULAR KINDS OF ACTIVITY. REGULATION OF PARTICULAR TYPES OF ACTIVITY/INFORMATION, INFORMATIZATION, MASS MEDIA/INFORMATION AND INFORMATIZATION/CONFIDENTIAL INFORMATION. REGULATION OF PARTICULAR TYPES OF ACTIVITY/INFORMATION, INFORMATIZATION, MASS MEDIA/INFORMATION AND INFORMATIZATION/PUBLIC INFORMATION. REGULATION OF PARTICULAR TYPES OF ACTIVITY/INFORMATION, INFORMATIZATION, MASS MEDIA/INFORMATION AND INFORMATIZATION/CONFIDENTIAL INFORMATION. REGULATION OF PARTICULAR TYPES OF ACTIVITY/INFORMATION, INFORMATIZATION, MASS MEDIA/INFORMATION AND INFORMATIZATION/PUBLIC INFORMATION. BANKING ACTIVITIES/REGISTRATION OF BANKS, LICENCING OF BANKING ACTIVITIES. CIVIL LAW/LEGAL ENTITIES, INDIVIDUAL ENTREPRENEURS/REGISTRATION OF LEGAL ENTITIES AND INDIVIDUAL ENTREPRENEURS. GENERAL POINTS OF ECONOMIC AND ENTREPRENEURIAL ACTIVITY/REGISTRATION OF LEGAL ENTITIES AND INDIVIDUAL ENTREPRENEURS. CIVIL LAW/LEGAL ENTITIES, INDIVIDUAL ENTREPRENEURS/CREATION, REORG. AND LIQUIDATION OF LEGAL ENTITIES AND ENTREPRENEURS. GENERAL POINTS OF ECONOMIC AND ENTREPRENEURIAL ACTIVITY/CREATION, REORG. AND LIQUIDATION OF LEGAL ENTITIES AND ENTREPRENEURS. CIVIL LAW/LEGAL ENTITIES, INDIVIDUAL ENTREPRENEURS/CREATION, REORG. AND LIQUIDATION OF LEGAL ENTITIES AND ENTREPRENEURS. GENERAL POINTS OF ECONOMIC AND ENTREPRENEURIAL ACTIVITY/CREATION, REORG. AND LIQUIDATION OF LEGAL ENTITIES AND ENTREPRENEURS. CIVIL LAW/LEGAL ENTITIES, INDIVIDUAL ENTREPRENEURS/CREATION, REORG. AND LIQUIDATION OF LEGAL ENTITIES AND ENTREPRENEURS. GENERAL POINTS OF ECONOMIC AND ENTREPRENEURIAL ACTIVITY/CREATION, REORG. AND LIQUIDATION OF LEGAL ENTITIES AND ENTREPRENEURS. CIVIL LAW/OBLIGATIONS ARISING FROM DAMAGE DOING. CIVIL LAW/OBLIGATIONS ARISING FROM DAMAGE DOING. CIVIL LAW/LEGAL ENTITIES, INDIVIDUAL ENTREPRENEURS/CREATION, REORG. AND LIQUIDATION OF LEGAL ENTITIES AND ENTREPRENEURS. GENERAL POINTS OF ECONOMIC AND ENTREPRENEURIAL ACTIVITY/CREATION, REORG. AND LIQUIDATION OF LEGAL ENTITIES AND ENTREPRENEURS.

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ISSUED BY: Bodies of Legislative Power of Russia and USSR/Federal Assembly/Federation Council of the Federal Assembly; Bodies of Legislative Power of Russia and USSR/Federal Assembly/State Duma of the Federal Assembly

FIRST-ACTION: August 8, 2001

LAST-ACTION: August 8, 2001

BEGIN COMMENTARY:

Federal Law (Garant 12031475) No. 76-FZ of June 23, 2003 amended the present Federal Law. The amendments shall enter into force (Garant 12031475) from January 1, 2004

See text of the Federal Law in the previous wording (Garant 3860021)

END COMMENTARY

FEDERAL LAW

NO. 129-FZ OF AUGUST 8, 2001

ON THE STATE REGISTRATION OF LEGAL ENTITIES

AND INDIVIDUAL BUSINESSMEN

(with the Amendments and Additions of June 23, December 8, 23, 2003,

November 2, 2004, July 2, 2005, February 5, July 19, December 1, 2007)

Adopted by the State Duma on July 13, 2001

Approved by the Federation Council on July 20, 2001

BEGIN COMMENTARY:

The present Federal Law enters into force as of July 1, 2002, except for Item 2 of Article 27 , which enters into force as of the date of publication 12123875

END COMMENTARY

Chapter I. General Provisions (Articles 1 - 3)

Chapter II. The State Register (Articles 4 - 7)

Chapter III. Procedure for State Registration (Articles 8 - 11)

Chapter IV. The State Registration of Legal (Articles 12 - 13)

Entities at the Formation Thereof

Chapter V. The State Registration of Legal (Articles 14 - 16)

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of legal entities and the single state register of individual businessmen.

Article 6. The Submission of Information and Documents Contained in State Registers

BEGIN COMMENTARY:

Federal Law (Garant 12033719) No. 185-FZ of December 23, 2003 amended Item 1 of Article 6 of the present Federal Law. The amendments shall enter into force (Garant 12033719) from January 1, 2004

See text of the Item in the previous wording (Garant 3987992)

END COMMENTARY

1. Information and documents contained in state registers shall be open and accessible to the public, with the exception of information, the access to which is limited in accordance with the second paragraph of the present Item.

Information about the number, date of issue and about the body which has issued the document, certifying the identity of natural persons, information about bank accounts of legal entities and individual businessmen may be submitted solely to the organs of state power and the organs of state extra-budgetary funds in cases and in the procedure established by the Government of the Russian Federation. This limitation shall not be applied in cases when the copies of constituent documents containing said information are submitted, and also when the information about the place of residence of individual businessmen are presented.

2. Information and documents on the specific legal entities or the individual businessman which are contained in state registers shall be presented in the form of:

an extract from the corresponding register;

a copy of the document(s) contained in the corresponding state register;

a reference on the absence of requested information.

The form and the procedure of the presentation of information and documents contained in state registers shall be introduced by the Government of the Russian Federation.

BEGIN COMMENTARY:

See the Procedure (Garant 12037617) for Provision in Electronic Form of Information from the Comprehensive State Register of Legal Entities and the Comprehensive State Register of Individual Entrepreneurs, endorsed by Order (Garant 12037617) of the Federal Tax Service No. SAE-3-09/7 of October 21, 2004

END COMMENTARY

3. The term for the presentation of information and documents contained in state registers shall be fixed by the Government of the Russian Federation but may not exceed five days from the day of the receipt by the registering body of the corresponding inquiry.

4. It shall not be allowed to refuse to present information and documents contained in state registers, except for information the access to which is limited in keeping with the second paragraph of Item 1 in the present Article.

5. Information about the place of residence of a specific individual businessman, contained in the single state register of individual businessmen, may be presented by the registering body only on the basis of an inquiry made directly to the registering body by the natural person who produced his identity card in keeping with the legislation of

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the Russian Federation.

At the request of an individual businessman the registering body shall be obliged to grant to him information about the persons who received information about his place of residence in accordance with the first paragraph of the present point.

6. At the request made directly to the registering body by any natural person who produced his identity card in keeping with the legislation of the Russian Federation, the registering body shall have the right to compare information contained in state registers about the personal data of a specific natural person with information set forth in the said request. In this case the registering body shall present a reference (Garant 12032953) on the conformity or non-conformity of information set out in the request with information contained in state registers.

7. The forms, order and time of the submission of information and the reference indicated in Items 5 and 6 of the present Article shall be instituted (Garant 12032953) by the Government of the Russian Federation. The term for their submission may not exceed five days from the day of the presentation of the corresponding request to the registering body.

Article 7. The Condition for the Presentation of Information and Documents Contained in State Registers

1. Information and documents, and also the reference provided for by Item 6 of Article 6 of the present Federal Law, which are contained in state registers shall be presented for a fee, unless otherwise is stipulated by federal laws.

The amount of the fee for the presentation of information and documents contained in state registers, and also for the presentation of the reference concerned, which is stipulated by Item 6 of Article 6 of the Present Federal Law, shall be determined by the Government of the Russian Federation.

2. In cases and in the procedure established by federal laws and the normative acts of the Government of the Russian Federation the registering body shall present for free information and documents contained in state registers to the organs of state power, including law-enforcement bodies and courts of law in proceedings in cases, to the local self-government bodies and to the organs of state extra-budgetary funds, and also to persons defined by federal laws.

3. The funds received in the form of a fee for the presentation of information and documents contained in state registers, and also of the reference provided for by Item 6 of Article 6 of the present Federal Law, shall be used solely for the purpose of creating, supporting and developing the system of state registration, including for the purpose of keeping state registers.

Chapter III. Procedure for State Registration

Article 8. The Term and Place of State Registration

1. State registration shall be effected within five business days after the date when documents are filed with the registration body.

2. The state registration of a legal entity shall be effected at the location of the permanent executive body specified by the founders in their state registration application, or if there is no such executive body, at the location of another body or person entitled to act in the name of the legal entity with no powers of attorney.

3. The state registration of an individual businessman shall be carried out for his residential address.

Article 9. Procedure for Filing Documents for State Registration Purposes

1. Documents shall be filed with the registration body to do so directly or shall by declared priority mail complete

Статья 6. Предоставление содержащихся в государственных реестрах сведений и документов

(в ред. Федерального закона от 23.06.2003 N 76-ФЗ)

1. Содержащиеся в государственных реестрах сведения и документы являются открытыми и общедоступными, за исключением сведений, доступ к которым ограничен в соответствии с абзацем вторым настоящего пункта.

Сведения о номере, о дате выдачи и об органе, выдавшем документ, удостоверяющий личность физического лица, сведения о банковских счетах юридических лиц и индивидуальных предпринимателей могут быть предоставлены исключительно органам государственной власти, органам государственных внебюджетных фондов в случаях и в порядке, которые установлены Правительством Российской Федерации. Данное ограничение не применяется при предоставлении содержащих указанные сведения копий учредительных документов юридических лиц, а также сведений о месте жительства индивидуальных предпринимателей.

(в ред. Федерального закона от 23.12.2003 N 185-ФЗ)

2. Содержащиеся в государственных реестрах сведения и документы о конкретном юридическом лице или индивидуальном предпринимателе предоставляются в виде:

выписки из соответствующего государственного реестра;

копии документа (документов), содержащегося в соответствующем государственном реестре;

справки об отсутствии запрашиваемой информации.

Форма и порядок предоставления содержащихся в государственных реестрах сведений и документов устанавливаются Правительством Российской Федерации.

3. Срок предоставления содержащихся в государственных реестрах сведений и документов устанавливается Правительством Российской Федерации и не может составлять более чем пять дней со дня получения регистрирующим органом соответствующего запроса.

4. Отказ в предоставлении содержащихся в государственных реестрах сведений и документов, за исключением сведений, доступ к которым ограничен в соответствии с абзацем вторым пункта 1 настоящей статьи, не допускается.

5. Содержащиеся в едином государственном реестре индивидуальных предпринимателей сведения о месте жительства конкретного индивидуального предпринимателя могут быть предоставлены регистрирующим органом только на основании запроса, представленного непосредственно в регистрирующий орган физическим лицом, предъявившим документ, удостоверяющий его личность в соответствии с законодательством Российской Федерации.

Регистрирующий орган по запросу индивидуального предпринимателя обязан предоставить ему информацию о лицах, получивших в соответствии с абзацем первым настоящего пункта сведения о его месте жительства.

6. По представленному непосредственно в регистрирующий орган запросу любого физического лица, предъявившего документ, удостоверяющий его личность в соответствии с законодательством Российской Федерации, регистрирующий орган вправе сопоставить содержащиеся в государственных реестрах сведения о персональных данных конкретного физического лица с изложенными в указанном запросе сведениями. В этом случае регистрирующим органом предоставляется справка о соответствии или несоответствии изложенных в запросе сведений сведениям, содержащимся в государственных реестрах.

7. Формы, порядок и срок предоставления указанных в пунктах 5 и 6 настоящей статьи информации и справки устанавливаются Правительством Российской Федерации. При этом срок их предоставления не может составлять более чем пять дней со дня представления в регистрирующий орган соответствующего запроса.